WHAT IS CLAIMED:

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1. A compound of Formula I or II:

A is independently selected from hydrogen; $-(C=O)-O-R_1$, $-(C=O)-R_2$,

 $-C(=O)-NH-R_2$, $-C(=S)-NH-R_2$, or $-S(O)_2-R_2$;

G is independently selected from -OH, $-O-(C_1-C_{12} \text{ alkyl})$, $-NHS(O)_2-R_1$, $-(C=O)-R_2$; $-(C=O)-O-R_1$, or $-(C=O)-NH-R_2$;

L is independently selected from -S-, $-SCH_2-$, $-SCH_2CH_2-$, $-S(O)_2-$, $-S(O)_2CH_2CH_2-$, -S(O)-, $-S(O)CH_2CH_2-$, -O-, $-OCH_2-$, $-OCH_2CH_2-$, $-(C=O)-CH_2-$, $-CH(CH_3)CH_2-$, $-CFHCH_2-$, or $-CF_2CH_2-$;

X and Y taken together with the carbon atoms to which they are attached form a cyclic moiety selected from aryl, substituted aryl, heteroaryl, or substituted heteroaryl;

W is absent, or independently selected from -O-, -S-, -NH-, $-C(O)NR_1-$ or $-NR_1-$;

Z is independently selected from hydrogen; -CN, -SCN, -NCO, -NCS, $-NHNH_2$, $-N_3$, halogen, $-R_4$, $-C_3-C_{12}$ cycloalkyl, substituted $-C_3-C_{12}$ cycloalkyl, aryl, substituted aryl, heteroaryl, substituted heteroaryl, substituted heterocycloalkyl, substituted heterocycloalkyl, and $-NH-N=CH(R_1)$;

Each R_1 is independently selected from hydrogen, C_1 – C_6 alkyl, substituted C_1 – C_6 alkenyl, substituted C_1 – C_6 alkenyl, C_1 – C_6 alkenyl, substituted C_1 – C_6 alkenyl, C_3 – C_{12} cycloalkyl, substituted C_3 – C_{12} cycloalkyl, aryl, substituted aryl, arylalkyl, substituted arylalkyl,

heteroaryl, substituted heteroaryl, heteroarylalkyl, substituted heteroarylalkyl, heterocycloalkyl, or substituted heterocycloalkyl;

Each R_2 is independently selected from hydrogen, C_1 – C_6 alkyl, C_1 – C_6 alkyl, substituted C_1 – C_6 alkenyl, C_1 – C_6 alkenyl, substituted C_1 – C_6 alkenyl, C_1 – C_6 alkynyl, substituted C_1 – C_6 alkynyl, substituted C_1 – C_6 alkynyl, alkylamino, dialkylamino, arylamino, diarylamino, aryl, substituted aryl, substituted arylalkyl, heteroaryl, substituted heteroaryl, heteroarylalkyl, substituted heteroarylalkyl, heterocycloalkyl, or substituted heterocycloalkyl;

Each R₄ is independently selected from:

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- (i) -C₁-C₆ alkyl containing 0, 1, 2, or 3 heteroatoms selected from O, S, or
 N, optionally substituted with one or more substituent selected from halogen, aryl, substituted aryl, heteroaryl, or substituted heteroaryl;
- (ii) -C₂-C₆ alkenyl containing 0, 1, 2, or 3 heteroatoms selected from O, S, or
 N, optionally substituted with one or more substituent selected from halogen, aryl, substituted aryl, heteroaryl, or substituted heteroaryl; or
- (iii)-C₂-C₆ alkynyl containing 0, 1, 2, or 3 heteroatoms selected from O, S, or N, optionally substituted with one or more substituent selected from halogen, aryl, substituted aryl, heteroaryl, or substituted heteroaryl;

R₅ and R₆ are each independently selected from hydrogen or methyl;

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$$j = 0, 1, 2, 3, \text{ or } 4;$$

 $m = 0, 1, \text{ or } 2;$ and
 $s = 0, 1 \text{ or } 2.$

25 2. The compound of claim 1, wherein the compound is of Formula III:

wherein R₇ and R₈ are independently selected from R₄ as defined in claim 1.

3. The compound of claim 1, wherein the compound is of Formula IV:

5 wherein R_7 and R_8 are independently selected from R_4 as defined in claim 1.

- 4. A compound according to any one of claims 1-3, wherein W is absent and Z is thiophenyl.
- 5. A compound according to any one of claims 1-3, wherein W is -CH=CH- and Z isthiophenyl.
 - 6. A compound according to claim 1 which is selected from:

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = 2-(formamido)-thiazol-4-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = ethyl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

 together with the carbon atoms to which they are attached are phenyl, W is absent, Z

 = phenyl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;

- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, W is absent, W = 4-methoxyphenyl, W = 3, W = 1, and W = 1,
 - Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, W is absent, W = 4-ethoxyphenyl, W is W = 1, and W = 1, an
 - Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = 5-bromothiophen-2-yl, j = 3, M = s = 1, and M = 1, and
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, W is absent,
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

 together with the carbon atoms to which they are attached are phenyl, W is absent, Z

 = 3,4-Dimethoxy-phenyl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = 2-thiophen-2-yl ethylenyl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, Z = indole-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, W is absent, W = 1H-indol-3-yl methyl, W is W = 1, and W

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = furan-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = 1H-benzoimidazol-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = 1H-imidazol-2-ylmethyl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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Compound of Formula I, wherein A = tBOC, G = OEt, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = chloro, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, Z = thiophen-3-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = 2-pyrid-3-yl acetylenyl, y = 3, y = 1, and y
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

 together with the carbon atoms to which they are attached are phenyl, W is absent, Z

 = 2, 3-dihydrobenzofuran-5-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;

- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W = -NH-, Z = propargyl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W = -N(ethyl), Z = benzyl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W = -NH-, Z = pyrid-3-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = tetrazolyl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

 together with the carbon atoms to which they are attached are phenyl, W is absent, Z

 morpholino, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W = -O-, Z = thiophen-3-yl-methyl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

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together with the carbon atoms to which they are attached are Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are X = thiophen-2-yl, Y = 3, Y = s = 1, and Y = s = 1, an

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

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together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, i = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
 - Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are A = tBOC, A
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

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- together with the carbon atoms to which they are attached are \mathbb{Z}^{5} , W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $\mathbb{R}_{5} = \mathbb{R}_{6} = \text{hydrogen}$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
 - Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are X = thiophen-2-yl, Y = thi
 - Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

5 Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 =$ hydrogen;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 =$ hydrogen;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are

W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

Compound of Formula I, wherein A = tBOC, G = OEt, L = absent, X and Y taken together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = \text{hydrogen}$;

Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, $R_5 = R_6 = \text{hydrogen}$;

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Compound of Formula I, wherein A = tBOC, G = OH, L = absent, X and Y taken

together with the carbon atoms to which they are attached are absent, Z = thiophen-2-yl, j = 3, m = s = 1, $R_5 = R_6 = \text{hydrogen}$;

- Compound of Formula I, wherein A = -(C=O)-O-R¹, wherein R¹ = cyclopentyl, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein $A = -(C=O) O R^1$, wherein $R^1 =$ cyclobutyl, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 =$ hydrogen;
- Compound of Formula I, wherein A = -(C=O)-O-R¹, wherein R¹ = cyclohexyl, G = OH,

 L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
 - Compound of Formula I, wherein $A = -(C=O) O R^1$, wherein $R^1 = \frac{1}{2}$, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
 - Compound of Formula I, wherein $A = -(C=O)-O-R^1$, wherein $R^1 = -CO$, G = OH, L = A absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = A thiophen-2-yl, A = CO, A = CO

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- Compound of Formula I, wherein $A = -(C=O) O R^1$, wherein $R^1 = -(C$
- Compound of Formula I, wherein $A = -(C=O)-R^1$, wherein R^1 = cyclopentyl, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, i = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

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- Compound of Formula I, wherein $A = -(C=O)-NH-R^1$, wherein $R^1 =$ cyclopentyl, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, y = 3, y = 1, and y = 1, and
- Compound of Formula I, wherein $A = -(C=S)-NH-R^1$, wherein R^1 = cyclopentyl, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, y = 3, y = 1, and y = 1, and
- Compound of Formula I, wherein $A = -S(O)_2 R^1$, wherein R^1 = cyclopentyl, G = OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein $A = -(C=O)-O-R^1$, $R^1 =$ cyclopentyl, G = -O-phenethyl, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, Y is Y and Y is absent, Y is absent
- Compound of Formula I, wherein $A = -(C=O)-O-R^1$, $R^1 =$ cyclopentyl, G = -NH-phenethyl, L = absent, X and Y taken together with the carbon atoms to which

they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;

- Compound of Formula I, wherein A = -(C=O)-O-R¹, R¹ = cyclopentyl, G = -NHS(O)

 2-phenethyl L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein A = -(C=O)-O-R¹, R¹ = cyclopentyl, G =

 -(C=O)-OH, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein A = -(C=O)-O-R¹, R¹ = cyclopentyl, G =

 -(C=O)-O-phenethyl, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein A = -(C=O)-O-R¹, R¹ = cyclopentyl, G =

 -(C=O)-NH-phenethyl, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and R₅ = R₆ = hydrogen;
- Compound of Formula I, wherein A = -(C=O)-O-R¹, R¹ = cyclopentyl, G =

 -(C=O)-NH-S(O)₂-benzyl, L = absent, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m
 = s = 1, and R₅ = R₆ = hydrogen;

- Compound of Formula I, wherein A = tBOC, G = OH, L = $-(C=O)CH_2-$, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6$ = hydrogen;
- Compound of Formula I, wherein A = tBOC, G = OH, $L = -CH(CH_3)CH_2-$, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, L = -O-, X and Y taken together with the carbon atoms to which they are attached are phenyl, X is absent, X = thiophen-2-yl, Y = 3, Y = methyl, and Y = hydrogen;

- Compound of Formula I, wherein A = tBOC, G = OH, L = -S-, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, y = 3, y = s = 1, y = 1,
- Compound of Formula I, wherein A = tBOC, G = OH, L = -S(O)-, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, R₅ = methyl, and R₆ = hydrogen;
- Compound of Formula I, wherein A = tBOC, G = OH, L = $-S(O)_2$, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, R₅ = methyl, and R₆ = hydrogen;
- Compound of Formula I, wherein A = tBOC, G = OH, $L = -SCH_2CH_2-$, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, $R_5 = methyl$, and $R_6 = hydrogen$;
- Compound of Formula I, wherein A = tBOC, G = OH, $L = CF_2CH_2$, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$; and

Compound of Formula I, wherein A = tBOC, G = OH, L = -CHFCH₂-, X and Y taken together with the carbon atoms to which they are attached are phenyl, W is absent, Z = thiophen-2-yl, j = 3, m = s = 1, and $R_5 = R_6 = hydrogen$.

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7. A compound of Formula V:

defined in the A-Matrix and B-Matrix tables.

- A compound of claim 8 selected from compound numbers: 101301; 101358; 101306; 101302;101322; 101311; 101325; 101303; 103304; 101326; 101327; 101330; 101331; 101332; 101335; 101336; 101348; 101340; 101334; 101348; 101359; 101328; 101360; 101361; 101362; 101329; 105301; 123301; 112301; 124301; 109301; 122301; 111301; 114301; 107301; 104301; 101324; 101304; 101355; 101356; 101307; 101357; 101347; 101352; 110301; 101364; 101308; 101309; 128301; 124301; 113301; 143301; 115301; 101367; 101368; 101323; 101317; 108301; 101318; 101319; 101351; 101353; 101349; 118301; 120301; 101333; 101320; 101321; 129301; 121301; 117301; 123352; 101347; 101350; 107365; 101313; 145301; 101366; 101354; 101343; 101314; 101339; 101341;
 107341; 114341; 106301; 144301; 126301; 127301; 130301; 116301; 102301; 140301; 141301; 139301; 138301; 142301; 137301; 135301; 134301; 133301; 131301; 132301; 136301; 101345; 101344; 101342; 105316; 107316; 101315; 101346; 101337; 116365; or 101338.
- 9. A pharmaceutical composition comprising an inhibitory amount of a compound according to claim 1 or 7 alone or in combination with a pharmaceutically acceptable carrier or excipient.

- 10. A method of treating a hepatitis C viral infection in a subject, comprising administering to the subject an inhibitory amount of a pharmaceutical composition according to claim 9.
- 11. A method of inhibiting the replication of hepatitis C virus, the method comprising supplying
 a hepatitis C viral NS3 protease inhibitory amount of the pharmaceutical composition of claim 9.
 - 12. The method of claim 10 further comprising administering concurrently an additional antihepatitis C virus agent.

- 13. The method of claim 12, wherein said additional anti-hepatitis C virus agent is selected from the group consisting of: α-interferon, β-interferon, ribavarin, and adamantine.
- 14. The method of claim 12, wherein said additional anti-hepatitis C virus agent is an inhibitor ofhepatitis C virus helicase, polymerase, metalloprotease, or IRES.